

Investment Section

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he human resources division of the Department of Corrections kept Carolyn Bullock gainfully employed for six years. And for the 16 years before that, she worked for the National Guard as a state employee. After taking her PERF retirement in April of 2007, she was finally able to embrace her life-long passion of working with youth.

"I've always wanted to do this, all my life," Carolyn said. "I've worked with young adults in the church setting in one form or another for 27 years, and working with young adults naturally encompasses counseling."

Now that she has retired from her job, she pursues her calling two to three days a week at the Mooresville Church of God, where she volunteers to counsel teenagers and young adults.

"Now I am able to devote more time to where my heart really lays — this truly evolved from my heart," she said. "It makes me happy to help young people deal with their challenges. It's very fulfilling."

Report on Investment Activity

MERCER

Investment Consulting

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July 20, 2007

Board of Trustees Indiana PERF 143 West Market Street Indianapolis, IN 46204

Dear Trustees:

ercer Investment Consulting (Mercer IC) is pleased to present the State of Indiana Consolidated Retirement Investment Fund (CRIF) results for the fiscal year ended June 30, 2007.

As of June 30, 2007, the CRIF had a market value of \$16.1 billion, an increase of \$2.4 billion since June 30, 2006. The increase in assets was entirely due to the positive investment experience over the one-year period. During the previous twelve months:

- Overall, the US economy experienced strong growth in the second half of 2006 and first half of 2007 despite volatile energy prices and a weakening housing market. A boom in mergers and acquisitions helped fuel strong gains in the US equity markets. Rising bond yields and oil prices over \$70 per barrel in June led to a slight sell-off at the end of the fiscal year. Despite the sell-off, US equity markets performed well as the S&P 500 experienced all-time highs in late May and early June.
- The Federal Reserve moderated its monetary policy and kept interest rates steady at 5.25% throughout the fiscal period. The yield curve remained slightly inverted through most of the period, but shifted to positively sloping as bond yields rose in the middle of 2007.

- The US equity markets generated strong returns over the trailing one-year period. The S&P 500 Index, an index of domestic large capitalization stocks, gained 20.6% while smaller capitalization stocks, as measured by the Russell 2000 Index, advanced 16.4%. Value outperformed growth in the large cap space, but growth outperformed value in the small cap arena. Telecom (+34.3%), materials (+26.5%), and energy (+26.0%) were the strongest performing sectors in the S&P 500 as financials (+11.8%) and consumer staples (+12.2%) lagged the greater market.
- Developed international equity markets continued to beat their domestic counterparts during the period, returning 27.5%, as measured by the MSCI EAFE (Europe, Australia, and Far East) Index. Germany (+49.6%) and Australia (+45.3%) were among the top performing developed markets while Japan (+7.3%) underperformed. Emerging markets continued to soar and led the developed markets, returning 45.5% over the same time period, as measured by the MSCI Emerging Markets Index.
- Despite poor performance in the second quarter of 2007, the investment grade fixed income market performed well over the trailing one-year period, returning 6.1% as measured by the Lehman Brothers Aggregate Index. Longer-term bonds (+7.0%) outperformed inter-

Report on Investment Activity (continued)

mediate-term issues (+5.8%). High yield bonds outpaced investment grade issues over the same period, returning 11.6%, as measured by the Lehman Brothers High Yield Bond Index. The mortgage sector, as measured by the Lehman Brothers Mortgage-Backed Securities Index, returned 6.4% and slightly outperformed the greater fixed income market.

Within this environment, the CRIF increased 17.8% (net of fees) during the one-year period ended June 30, 2007, surpassing the 17.6% Target Reference Index return. The Fund's outperformance was primarily attributable to the international equity segment, which experienced strong absolute and relative results. The CRIF's performance was solid over the trailing three- and five-year periods, exceeding the Index.

The CRIF's domestic equity managers collectively gained 18.4% (net of fees) during the trailing year, falling short of the 20.1% return of the Russell 3000 Index. Underperformance can be attributed to the poor returns from the Fund's large cap equity managers. The Fund's mid and small cap equity managers moderately outperformed their benchmarks. Despite the recent underperformance, the CRIF's domestic equity managers collectively outperformed the Russell 3000 Index over the trailing five-year period.

The Fund's international equity segment returned 32.9% (net of fees) for the trailing twelve months, significantly outpacing the MSCI ACWI Ex-US Index by 3.3%. The global equity portion was up 24.9% (net of fees), lagging the MSCI ACWI Index by 0.3%. Over the trailing three-year period, both segments exceeded their respective benchmarks.

The fixed income portion of the Fund, excluding Treasury Inflation Protection Securities (TIPS), returned 6.1% (net of fees) over the trailing one-year period, equaling the Lehman Brothers Aggregate Index. The Fund's TIPS managers returned 3.9% (net of fees) over the same one-year period,

lagging the Lehman Brothers US TIPS Index by 0.2%. Longer term results for the Fund's total fixed income segment remain ahead of the benchmark.

Mercer IC is pleased with the Fund's investment results over the trailing one-year period and supports the continued efforts to enhance the overall structure and performance.

Sincerely,

Douglas J. Kryscio, CFA Principal

Outline of Investment Policies

he Board of Trustees serves as the ultimate fiduciary of PERF. The Board of Trustees is comprised of six members. Five members are appointed by the governor of Indiana and the sixth is the director of the state's budget agency or his/her designee. One must be a member of the PERF plan with at least 10 years of creditable service. Not more than three of the trustees may be of the same political affiliation. The Board of Trustees appoints the executive director of PERF for approval by the governor.

The Board of Trustees operates under the prudent investor standard in overseeing investment activities, acting "with the care, skill, prudence and diligence that a prudent person acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character with like aims."

Prior to May 1997, PERF was prohibited from investing in equities. At that time, the Board of Trustees authorized re-balancing the portfolio by investing in diversified equity asset classes. As stated in the Notes to the Financial Statements, the Consolidated Retirement Investment Fund (CRIF) includes all investments and transactions of the pension trust funds. The other employee benefit trust and investment trust funds administered by PERF are excluded from the CRIF. A breakdown of each pension trust funds' share of the CRIF and the asset allocation of the total portfolio is provided in this section.

The investment policy statement (PERF's IPS) and corresponding addenda govern the activities for all assets under the Board of Trustees' control. The purposes are summarized below:

- Set forth appropriate and prudent investment policies in consideration of the needs of PERF, legal requirements applicable to PERF and to direct investment of assets.
- Establish criteria against which the investment managers are to be measured.
- Communicate the investment policies, objectives, guidelines and performance criteria of the Board of Trustees to the staff, investment managers, consultants and all other interested parties.

- Serve as a review document to guide the ongoing oversight of the investments of PERF.
- Demonstrate that the Board of Trustees is fulfilling its fiduciary responsibilities in the management of the investments of PERF solely in the interests of members and their beneficiaries.

Maintenance of adequate funding to provide for the payments of the plans' actuarially determined liabilities over time, at a reasonable cost to the members, the employers and the taxpayers of the state, is of primary consideration. In order to determine the appropriate asset allocation and diversification of PERF to meet the objectives described above, the Board of Trustees periodically conducts asset and liability modeling studies.

The investment portfolio includes long-term commitments to the following asset classes: domestic equity, domestic fixed income, global equity, international equity, Treasury Inflation Protected Securities (TIPS) and alternative investments.

The Board of Trustees employs professional investment managers selected through a thorough manager due diligence search process. This incorporates the state of Indiana's statutory requirements, supported by staff and consultant coordination and analysis. It is the Board of Trustees' intent that the selection process be open to all qualified organizations wishing to participate. Investment managers are required to comply with stated investment guidelines detailed in PERF's IPS. Investment manager performance is measured against applicable benchmarks as well as a comparable peer group of investment managers.

The Guaranteed Fund provides a guarantee of the value of an individual's contributions plus any interest credited. As set by the Board of Trustees, the actual investments of the Guaranteed Fund are the same as the general PERF portfolio. The Board of Trustees annually establishes the interest-crediting rate for the Guaranteed Fund based on a uniform methodology. The interest-crediting rate for the Guaranteed Fund during the last 10 years is included in the Investment Highlights of this section on page 64.

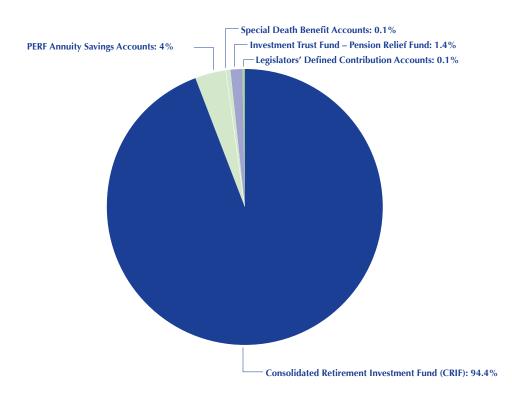
Investment Highlights

Investment Summary

June 30, 2007 (dollars in millions)

,	
Consolidated Retirement Investment Fund (CRIF)	\$16,114.3
PERF Annuity Savings Accounts ¹	678.7
Legislators' Defined Contribution Accounts ²	11.0
Investment Trust Fund - Pension Relief Fund	245.9
Special Death Benefit Accounts	8.0
Total Investments, Cash and Cash Equivalents ³	\$17,057.9

¹Balances directed outside the Guaranteed Fund.

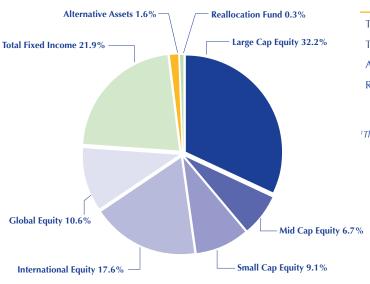


²Balances directed outside the Legislators' CRIF Option.

³Includes investment income receivable, from investment sales and investment purchase payable.

Consolidated Retirement Investment Fund (CRIF) Asset Allocation Summary

June 30, 2007 (in percent)

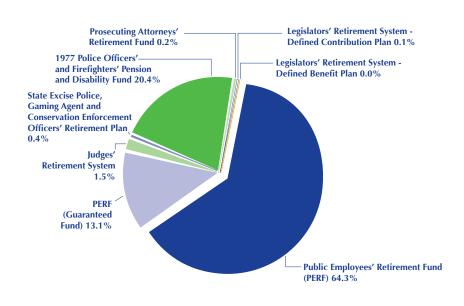


	June 30, 2007	June 30, 2006
Total Equities	76.2%	74.0%
Total Fixed Income	21.9	25.3
Alternative Investments	1.6	0.6
Reallocation Account ¹	0.3	0.1
Total Fund	100 %	100 %

¹The Reallocation Account consists of residual cash within the Fund.

Retirement Plans in the Consolidated Fund (CRIF)

June 30, 2007



	Assets (in millions)	Percent of Consolidated Fund
Public Employees' Retirement Fund (PERF)	\$10,373.1	64.3%
PERF (Guaranteed Fund)	2,112.1	13.1
Judges' Retirement System	233.9	1.5
State Excise Police, Gaming Agent and Conservation Enforcement Officers' Retirement Plan	63.2	0.4
1977 Police Officers' and Firefighters' Pension and Disability Fund	3,286.2	20.4
Prosecuting Attorneys' Retirement Fund	26.2	0.2
Legislators' Retirement System - Defined Benefit Plan	5.7	0.0
Legislators' Retirement System - Defined Contribution Plan	13.9	0.1
Total Consolidated Fund	\$16,114.3	100 %

Comparative Investment Results for Periods Ended June 30, 2007 (percent return)⁵

1 yr4 3 yr^4 5 yr⁴ Total CRIF¹ Fund 18.2% 12.8% 11.8% vs. Mercer Public Funds Universe median² 17.9 13.3 12.2 Target Reference Index³ 17.6 11.9 10.8 **Total CRIF Domestic Equity** 18.8 12.4 12.4 vs. Mercer Equity Universe median 20.2 14.4 13.6 Russell 3000 Index 20.1 12.4 11.5 S&P 500 Index 20.6 11.7 10.7 **Total CRIF Global Equity** 25.3 18.6 144 vs. Mercer Global Equity Universe median 25.7 19.2 15.7 MSCI ACWI Free Index 25.2 18.0 14.9 **Total CRIF International Equity** 33.3 27.1 19.8 vs. Mercer International Equity Universe median 28.4 23.5 18.7 **ACWI Ex-US Index** 29.6 24.5 19.5 **MSCI EAFE Index** 27.5 22.7 18.2 **Total CRIF Fixed Income** 5.5 4.2 4.9 vs. Mercer Core Investment Grade Universe median 6.3 4.3 4.9 LB Aggregate Index 6.1 4.0 4.5

Ten-Year Total Pension Investment Rates of Return (dollars in millions)

	Market Value	Actuarial Basis	Rate of Return	Actuarial Assumed Rate
1998	\$ 6,346.2	9.3%	13.4%	7.25%
1999	8,492.6	9.5	11.3	7.25
2000	9,315.1	8.5	6.7	7.25
2001	9,883.0	5.8	-2.5	7.25
2002	9,627.8	3.1	-4.5	7.25
2003	9,704.1	4.2	4.7	7.25
2004	11,338.2	6.3	16.3	7.25
2005	12,435.3	7.0	9.8	7.25
2006	13,694.9	7.9	10.7	7.25
2007	16,114.3	N/A ¹	18.2	7.25

¹N/A denotes not available

Investment Summary

June 30, 2007 (dollars in millions)

	Beginning Account Balance	Ending Account Balance	Percentage of Total Fair Value
Domestic Equity	\$ 6,736.9	\$ 7,750.8	48.0%
Global Equity	1,264.2	1,701.2	10.6
International Equity	 2,128.3	2,836.2	17.6
Total Equity	 10,129.4	12,288.2	76.2
Alternative Investments	87.7	253.1	1.6
Fixed Income ¹	 3,477.8	3,573.0	22.2
Total CRIF	\$ 13,694.9	\$ 16,114.3	100 %

¹Includes Reallocation Account for cash flow and allocation purposes.

¹CRIF = Consolidated Retirement Investment Fund.

²Universe of Public Funds.

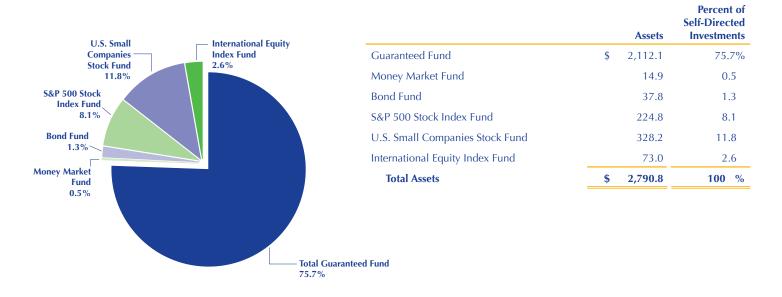
³Composed of passive indices for each asset class held at the target allocation.

⁴Gross of Fees.

⁵Investment performance for the fund is based on performance calculations made by the fund's custodian, JP Morgan. The 1-year, 3-year and 5-year time-weighted rates of return for the year ended June 30, 2007.

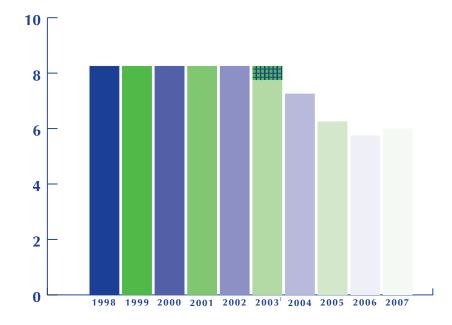
PERF Annuity Savings Account Investment Highlights by Dollar Amount

June 30, 2007 (dollars in millions)



PERF Guaranteed Fund Interest Crediting Rates for Past 10 Years

As of June 30



Year	Interest Crediting Rate
1998	8.25%
1999	8.25
2000	8.25
2001	8.25
2002	8.25
20031	8.25/7.75
2004	7.25
2005	6.25
2006	5.75
2007	6.00

¹For the fiscal year ended June 30, 2003, the interest crediting rate of the Guaranteed Fund is credited based on an annual rate of 8.25% for the first quarter and 7.75% for the remaining three quarters.

Self-Directed Investment Options PERF Annuity Savings Account Annualized Rate of Return by Investment Option

For Period Ended June 30, 2007

	1 yr¹	3 yr¹	5 yr1	Since Inception
Money Market Fund	5.5%	4.0%	2.9%	4.9%
Bond Fund	7.0	4.3	4.7	7.7
S&P 500 Stock Index Fund	20.6	11.7	10.7	6.2
U.S. Small Companies Stock Fund	17.1	16.4	18.3	19.1
International Equity Index Fund	27.2	22.5	18.1	16.7

¹Gross of Fees.

Self-Directed Investment Options Legislators' Defined Contribution Plan Annualized Rate of Return by Investment Option

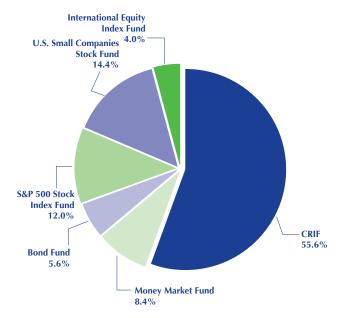
For Period Ended June 30, 2007

	1 yr¹	3 yr¹	5 yr¹	Since Inception
Consolidated Retirement Investment Fund (CRIF)	18.2%	12.8%	11.8%	8.6%
Money Market Fund ²	5.5	4.0	N/A	3.1
Bond Fund ³	6.2	N/A	N/A	2.9
S&P 500 Stock Index Fund ³	20.7	N/A	N/A	12.5
International Equity Index Fund ³	27.0	N/A	N/A	24.6
Royce Small Cap Stock Fund ³	19.4	N/A	N/A	16.7

¹Gross of Fees.

Legislators' Retirement Defined Contribution Plan Investment Highlights by Dollar Amount

June 30, 2007 (dollars in millions)



	Assets	Self-Directed Investments
Consolidated Retirement Investment Fund (CRIF)	\$ 13.9	55.6%
Money Market Fund	2.1	8.4
Bond Fund	1.4	5.6
S&P 500 Stock Index Fund	3.0	12.0
U.S. Small Companies Stock Fund	3.6	14.4
International Equity Index Fund	1.0	4.0
Total Assets	\$ 25.0	100 %

Percent of

²Made available to plan participants on Feb. 1, 2003.

³Made available to plan participants on Sept. 1, 2004.

List of Largest Assets Held

Largest Equity Holdings¹ (dollars in thousands)

Description	Shares	Market Value
Google, Inc.	125,970	\$65,930
Apple, Inc.	446,240	54,459
Microsoft Corp	1,637,000	48,242
Novartis AG	799,208	44,995
Royal Dutch Shell	1,078,791	43,986
America Movil	707,600	43,822
Chicago Mercantile Exchange	81,680	43,647
Intesa Sanpaolo	5,839,763	43,615
GlaxoSmithKline	1,636,360	42,845
Cannon, Inc.	716,900	41,971
Telefonica	1,876,141	41,909
Dell, Inc.	1,465,247	41,833
Nestle	105,663	40,175
Bank of America Corp	812,904	39,743
Total S.A.	488,326	39,742

Largest Bond Holdings¹

(dollars in thousands)

Description	CUSIP	Coupon Rate	Par Value	Market Value
Federal National Mortgage Association	01F052672	5.50	\$112,055	\$108,063
Federal National Mortgage Association	01F050676	5.00	113,155	106,012
US Treasury Inflation Note	912810FH6	3.88	54,283	82,363
Federal National Mortgage Association	01F060675	6.00	79,210	78,344
US Treasury Inflation Note	912828CZ1	0.88	74,835	77,505
US Treasury Inflation Note	912828AF7	3.00	58,310	68,299
US Treasury Inflation Bond	912810FR4	2.38	60,195	63,439
US Treasury Inflation Bond	912810FD5	3.63	42,640	63,099
US Treasury Inflation Note	912828BD1	1.88	56,220	60,661
US Treasury Inflation Note	912828CP3	2.00	56,530	59,475
US Treasury Inflation Note	912828FB1	2.38	57,445	59,138
US Treasury Inflation Note	912828BW9	2.00	53,280	57,251
US Treasury Inflation Bond	912828EA4	1.88	56,380	56,590
US Treasury Inflation Note	912828DH0	1.63	54,295	54,606
US Treasury Inflation Bond	912828FL9	2.50	52,285	52,890

 $^{^{1}\!}A$ complete list of portfolio holdings is available upon request.

Schedule of Commission Fees

Top 10 Brokers' Total Commission Fees

(dollars in thousands)

Broker	Commission Fee
Barclays Global Investors	\$ 1,238
Investment Technology Group, Inc.	768
Liquidnet, Inc.	539
Instinet	497
Goldman Sachs & Co.	435
Morgan Stanley & Co., Inc.	399
Merrill Lynch, Pierce, Fenner & Smith	386
Credit Suisse First Boston, LLC	358
UBS Warburg, LLC	315
Lehman Bros, Inc.	302
Total of Top Ten Commission Fees	5,237
Other Brokers	5,811
Total	\$11,048

Investment Professionals

Custodian

JPMorgan Chase Bank N.A. 3 Chase MetroTech Center, Floor 6 Brooklyn, NY 11245

Consultants

CEM Benchmarking Inc. 80 Richmond Street West, Suite 1300 Toronto, Ontario, Canada, M5H 2A4

Mercer Investment Consulting, Inc. 10 South Wacker Drive, Suite 1700 Chicago, IL 60606-7500

Plexus Group 11150 Olympic Blvd, Suite 1000 Los Angeles, CA 90064

Strategic Investment Solutions, Inc. 333 Bush Street, Suite 2000 San Francisco, CA 94104

CRIF

Domestic EquityBarclays Global Investors
45 Fremont Street
San Francisco, CA 94105

Brandes Investment Partners, L.P. 11988 El Camino Real, Suite 500 San Diego, CA 92130

Hotchkis & Wiley Capital Management 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017

Jacobs Levy Equity Managers, Inc. 100 Campus Drive P.O. Box 650 Florham Park, NJ 07932

Numeric Investors, L.P. One Memorial Drive, 9th Floor Cambridge, MA 02142

Osprey Partners Investment Mgt., LLC Shrewsbury Executive Center II 1040 Broad Street Shrewsbury, NJ 07702

Sands Capital Management, Inc. 1100 Wilson Blvd., Suite 3050 Arlington, VA 22209

Times Square Capital Management 1177 Avenue of Americas, 39th Floor New York, NY 10036-9998 Domestic Equity, cont.

Turner Investment Partners 1235 Westlakes Drive, Suite 350 Berwyn, PA 19312

Wells Capital Management 450 East 96th Street, Suite 210 Indianapolis, IN 46240

Global Equity

Brandes Investment Partners, LP 11988 El Camino Real, Suite 500 P.O. Box 919048 San Diego, CA 92191-9048

Capital Guardian Trust Company 630 Fifth Avenue, 36th Floor New York, NY 10111

Invesco

1360 Peachtree Street, NE, Suite 100 One Midtown Plaza Atlanta, GA 30309

International Equity

Barclays Global Investors 45 Fremont Street San Francisco, CA 94105

Baillie Gifford & Company Calton Square 1 Greenside Rowe Edinburgh EH1 3AN Scotland, United Kingdom

Mondrian Investment Partners, Inc. Two Commerce Square 2001 Market Street, Suite 3810 Philadelphia, PA 19103-7039

Fixed Income

BlackRock Financial Mgt., Inc. 40 East 52nd Street, 6th Floor New York, NY 10022

Hughes Capital Management, Inc. 916 Prince Street, 3rd Floor Alexandria, VA 22314

Lehman Brothers Asset Mgt., LLC 190 South LaSalle Street, Suite 2400 Chicago, IL 60603

Northern Trust Global Investments 50 South LaSalle Street M4 Quant Management Chicago, IL 60675 Fixed Income, cont.

Reams Asset Management Co., LLC 227 Washington Street, P.O. Box 727 Columbus, IN 47201-0727

Seix Investment Advisors, Inc. 10 Mount View Road, Suite C-200 Upper Saddle River, NJ 07438

Taplin, Canida & Habacht 1001 Brickell Bay Drive, Suite 2100 Miami, FL 33131

Western Asset Global Management, Inc. 385 East Colorado Blvd. Pasadena, CA 91101

Alternative Investments

Arch Venture Partners 8725 West Higgins Road, Suite 290 Chicago, IL 60631

Avenue Capital Partners 535 Madison Avenue, 15th Floor New York, NY 10022

Cerberus Institutional Partners 299 Park Avenue New York, NY 10171

Credit Suisse Securities, LLC 11 Madison Avenue, 16th Floor New York, NY 10010

Court Square Capital Partners 399 Park Avenue New York, NY 10022

Energy Capital Partners 51 John F. Kennedy Parkway, Suite 200 Short Hills, NJ 07078

Greenpark Capital Ltd. 2-5 Old Bond Street London W1S 4PD United Kingdom

Hellman & Friedman Investors One Maritime Plaza, 12th Floor San Francisco, CA 94111

Horsley Bridge Partners 505 Montgomery Street San Francisco, CA 94111

House Investments 10401 North Meridian Street, Suite 275 Indianapolis, IN 46290-1090

Investment Professionals (cont.)

Alternative Investments, cont.
Lehman Crossroads Fund Venture Capital, LP c/o Lehman Brothers
325 North St. Paul Street, Suite 4900

325 North St. Paul Street, Suite 4900 Dallas, TX 75201

Lexington Capital Partners, LP 3000 Sand Hill Rod, Bldg. 1, Suite 220 Menlo Park, CA 94025

Lindsay, Goldberg & Bessemer, LP 630 Fifth Avenue, 30th Floor New York, NY 10111

Lion Capital, LLP 21 Grosvenor Place London SW1X 7HF United Kingdom

Merit Capital Partners 303 West Madison Avenue, Suite 2100 Chicago, IL 60606

New Mountain Capital Partners 787 Seventh Avenue, 49th Floor New York, NY 10019

Oaktree Capital Management, LLC 333 South Grand Avenue, 28th Floor Los Angeles, CA 90071

Pacven Walden Ventures 361 Lytton Avenue, 2nd Floor Palo Alto, CA 94301

Silver Lake Partners 2775 Sand Hill Road, Suite 100 Menlo Park, CA 94025

Technology Partners Five Palo Alto Square 3000 El Camino Real Palo Alto, CA 94306-2155

Terra Firma Capital Partners P.O. Box 543, 1st Floor Dorey Ct., Admiral Pk. St. Peter Port, Guernsey GY1 6HJ United Kingdom

Vista Equity Partners 150 California Street, 19th Floor San Francisco, CA 94111

Warburg Pincus 466 Lexington Avenue New York, NY 10017-3147

Defined Contribution Plan

Barclays Global Investors 45 Fremont Street San Francisco, CA 94105

Dimensional Fund Advisors, Inc. 1299 Ocean Avenue Santa Monica, CA 90401

Northern Trust Global Investments 50 South LaSalle Street M4 Quant Management Chicago, IL 60675

Royce & Associates, LLC 1414 Avenues of the Americas, Suite 900 New York, NY 10019

JPMorgan Chase Bank N.A 3 Metro Tech Center, Fl. 5 Brooklyn, NY 11245

Police and Fire Pension Relief

Barclays Global Investors 45 Fremont Street San Francisco, CA 94105

Special Death Accounts

Allegiant Asset Management Company 101 S. 5th Street National City Tower – Loc. #T03F Louisville, KY 40202